

Jean-Sébastien Desroches

Partner

Jean-Sébastien Desroches practices business law and focuses primarily on mergers and acquisitions, infrastructure and project development as well as strategic partnerships. He was the firm's practice leader for the Business Law Group up to 2018.

Jean-Sébastien is particularly interested in artificial intelligence (AI) projects and their legal ramifications, especially regarding the various branches and applications of artificial intelligence in businesses and industries. He created the Lavery Legal Lab on Artificial Intelligence (L³AI) to analyze and monitor recent and anticipated developments in this field from a legal perspective.

He has had the opportunity to steer several major transactions—complex legal operations, cross-border transactions, reorganizations, and investments—in Canada and at an international level on behalf of Canadian, American, and European clients and international corporations in the manufacturing, transportation, pharmaceutical, financial, and energy sectors.

Jean-Sébastien represents entrepreneurs developing and implementing commercial projects, international expansion partnerships, and joint ventures. He also advises clients on private equity, venture capital, investments, and business transfers.

Representative mandates

Represents CDPQ Infra Inc. and its affiliates in the development of the *Réseau express métropolitain* (REM), one of the largest automated transportation systems in the world covering 67 km with 26 stations, on the real estate, transactional and regulatory aspects of the project

Represents Héroux-Devtek Inc. and its affiliates in the acquisition of Compañía Española de Sistemas Aeronáuticos (Spain), Beaver Aerospace & Defence (USA), APPH Limited (UK) and APPH Wichita (USA)



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Languages

English

French

Practice areas

Mergers and Acquisitions

(subsidiaries of BBA Aviation), and of Eagle Tools & Machine and E2 Precision Products (USA)

Represents *Caisse de dépôt et placement du Québec* in the creation of a global aircraft investment platform of \$2 billion U.S., Einn Volant Aircraft Leasing (EVAL), in collaboration with GE Capital Aviation Services (GECAS)

Represents Germany-based GFT Technologies SE in the acquisition of V-NEO Inc.

Represents *Caisse de dépôt et placement du Québec* with its investments and private placements in Stornoway Diamonds Corporation

Represents Owl's Head Resort and Fred Korman for the sale of the Owl's Head Resort to a group of investors

Represents *Caisse de dépôt et placement du Québec* with respect to private placements and equity investments in WSP Global Inc.

Quebec special advisor for BD White Birch Investment LLC (Black Diamond) in the acquisition of the assets of White Birch Paper Company in a reorganization context

Represents Total S.A. in the acquisition of assets from Ultramar Inc. and Tribospec Inc.

Represents Freestone International L.L.C. and GNL Québec Inc. in the implementation of an investment structure and financing rounds aimed at the development of a \$7 billion U.S. project to establish a liquefied natural gas (LNG) terminal at the Port of Saguenay

Represents Lallemand Inc. and its affiliates in the implementation of a cooperation agreement with BrettYoung Seeds Limited, the acquisition of an organic products portfolio, and the acquisition of Harmonium International Inc.

Represents *Caisse de dépôt et placement du Québec* in its investments in Groupe Marcelle Inc. (acquisition of Lise Watier Cosmétiques Inc.)

Represents Hutchinson S.A. in the acquisition of Marquez Transtech Ltd.

Legal counsel to GDI Integrated Facility Services Inc. in a

Transportation and Transportation Infrastructure

Private Equity, Venture Capital and Investment Management

Infrastructure

SME

- reorganization by way of a plan of arrangement, the listing of the company's securities on the Toronto Stock Exchange and the prospectus distribution of subordinate voting shares for \$161 million
- Represents *Caisse de dépôt et placement du Québec* in investments in Fix Auto Inc.
- Represents Stornoway Diamonds Inc. in setting up its Plan Nord infrastructure project and partnership with the Québec government for the construction and maintenance of the Route 167 Extension to the Otish Mountains
- Represents CDP Investments Inc. and *Caisse de dépôt et placement du Québec* in connection with the sale of equity stakes in ACH Limited Partnership and Abitibi-Consolidated Hydro Inc.
- Represents Trencap L.P. in the acquisition of equity interests held by GDF Suez in Noverco Inc. (Gaz Métro)
- Represents *Société de transport de l'Outaouais* in the acquisition and implementation of the Rapibus infrastructure network
- Represents Confab Laboratories Inc. in connection with transactions with Roundtable Healthcare Partners L.P. and DPT Laboratories Ltd. (USA)
- Represents Industrial Alliance in the acquisition of National Warranties MRWV Limited
- Represents UAP Inc. in the acquisition of Uni-Select Inc.'s Palmar Division
- Represents the Quebec Railway Corporation Inc. in multi-party transactions for the sale of businesses involving Canadian National Railway Inc., Groupe Le Massif Inc., and Logistec Corporation
- Represents V Interactions Inc. in the acquisition of Groupe TQS and television networks
- Represents a major Canadian engineering firm regarding the implementation of private-public partnerships in Canada for the construction, management, and maintenance of hydroelectric power plants
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Represents Zimmer Holdings Inc. in the acquisition of ORTHOsoft Inc. by way of a takeover bid

Represents Activision Inc. with respect to the acquisition of Beenox Inc.

Represents Sabex Inc. with respect to its acquisition by Sandoz Canada Inc.

Publications

Artificial intelligence and its legal challenges, May 2017

Artificial Intelligence and the 2017 Canadian Budget: is your business ready?, March 2017

"The Supreme Court of Canada Renders a Decision on Restrictive Covenants Contained in an Asset Sale Agreement," In Fact and in Law Express

"Financing Growth through Venture Capital": Master's thesis

Conferences

Corporate law course: *Association de planification fiscale et financière* (APFF)

"Five Common Mistakes in International Joint Ventures": International Bar Association (North American Regional Forum News)

"The Supreme Court of Canada Renders a Decision on Restrictive Covenants Contained in an Asset Sale Agreement": *In Fact and in Law Express*

"Strategic Partnerships and Joint Ventures": presentation given to the Chief Executive Officers Alliance (Quebec)

"M&A Trends for 2013 in Canada": International Bar Association (North American Regional Forum News)

"Financing Growth through Strategic International Joint Ventures": Training sessions, Chamber of Commerce of Metropolitan Montreal

"Negotiating Letters of Intention and Letters of Offer": numerous presentations given to the professional orders of accountants, Montréal divisions

"Negotiating Agreements with International Corporations": Conference Insight Institute

"The Private and Public Call for Tenders Process": Lavery Conferences

Numerous talks on business transfers to family members

"Financing Growth Through Venture Capital": Master's thesis

Distinctions

- Chambers Canada in the field of Corporate Commercial Law, depuis 2019
- The Best Lawyers in Canada in the field of Mergers and Acquisitions Law, 2019
- Named one of the "Corporate Lawyers to Watch" in the field of business law in the *2013 Guide to the Leading US/Canada Cross-Border Corporate Lawyers in Canada*.
- Named one of the "Top 40 Under 40" in Canada by *Lexpert* magazine, 2012



Education

- North American Common Law Courses, *Université de Montréal*, 2002
- Member of the *Barreau du Québec* since 2000
- LL.M. in Business Law, *Université Laval*, 2000
- Canadian Securities Course, Canadian Securities Institute
- Derivatives Fundamentals Course, Canadian Securities Institute
- LL.B., *Université de Montréal*, 1997
- European Union Law, *Université de Nice, France (UFC)*, 1996
- Certificate in Political Science, *Université de Montréal*, 1994

Boards and Professional Affiliations

- International Bar Association
- American Bar Association
- Chief Executive Officers Alliance